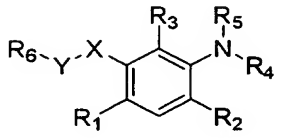
CLAIMS

1. A compound of the formula:



Formula (I)

wherein:

R_1, R_2 and R_3 are independently selected from the group consisting of hydrogen, halogen, C_{1-6} alkyl, aryl, aralkyl, CN, CF_3 arene sulfonyl, C_{1-6} alkanesulfonyl, C_{1-6} alkanecarbonyl, $CONR_7R_8$ and CO_2R_9;

X is N, CH_2, or O;

Y is selected from the group consisting of SO_2, CO, CH_2SO_2, CH_2CO, NHCO, OCO and $NHSO_2$;

R_4 is selected from the group consisting of C_{1-6} alkyl, aryl, aralkyl, and heteroaryl;

R_5 is the same as R_1 or Z-NR_7R_8 or R_4 and R_5 taken with N can form a 5 or 6 membered ring;

Z is $(CH_2)_n$ where n is 0-6;

R_6 is selected from the group consisting of aryl, heteroaryl and ZNR_7R_8;

R_7 and R_8 are independently selected from the group consisting of hydrogen, lower alkyl, aryl, and aralkyl or together with N form a pyrrolidine, piperizine, piperidine or morpholine ring; and

R_9 is selected from the group consisting of hydrogen, c_{1-6} alkyl, aryl, aralkyl, and the pharmaceutically acceptable salts thereof.

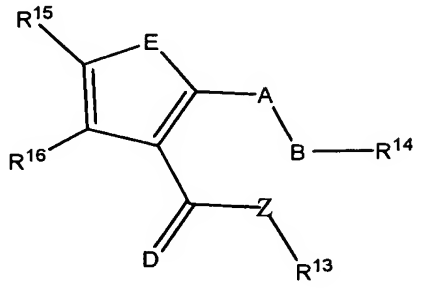
2. A compound as in claim 1 wherein R_1, R_2 and R_3 are each methyl or R_1 and R_2 are methyl and R_3 is hydrogen; X is N, Y is SO_2 and R_1 is 3,5-dichloro-2-hydroxybenzene.

3. A pharmaceutical composition comprising a compound of claim 1 and a pharmaceutically acceptable carrier or excipient.

4. A method of treating conditions associated with Urotensin-II imbalance by antagonizing the Urotensin-II receptor which comprises administering to a patient in need thereof, a compound of Formula I of claim 1.

5. A method according to Claim 4 wherein the disease is congestive heart failure, stroke, ischemic heart disease, angina, myocardial ischemia, cardiac arrhythmia, essential and pulmonary hypertension, renal disease, acute and chronic renal failure, end stage renal disease, peripheral vascular disease, male erectile dysfunction, diabetic retinopathy, intermittent claudication/ischemic limb disease, ischemic/hemorrhagic stroke, COPD, restenosis, asthma, neurogenic inflammation, migraine, metabolic vasculopathies, bone/cartilage/joint diseases, arthritis and other inflammatory diseases, fibrosis, pulmonary fibrosis, sepsis, atherosclerosis, dyslipidemia, addiction, schizophrenia, cognitive disorders, Alzheimers disease, impulsivity, anxiety, stress, depression, Parkinsons, movement disorders, sleep-wake cycle, inventive motivation, pain, neuromuscular function, diabetes, gastric reflux, gastric motility disorders, ulcers and genitourinary diseases.

6. A compound of the formula:



(II)

where E is NR^{11}, O, S, $CR^{11}=CR^{12}$, or $CR^{11}=N$, where R^{11} and R^{12} are independently alkyl, aryl, heteroaryl, halogen, hydroxy, alkoxy, or $CONR_2^1$

D is NR^{10}, O or S, where R^{10} is H, lower alkyl or aryl or R^{10} may also be taken together with R^{16} or R^{13} to form a ring;

Z is NR^{13} or $CR^{13}{}_2$ where each R^{13} is independently H, lower alkyl, aryl or heteroaryl;

A is NR^{17} C=O or SO_2, where R^{17} is H, alkyl or aryl and may be taken together with R^{14} to form a ring;

when A is NR^{17}, B is SO_2, CO_2 or $CR^{18}{}_2$, where each R^{18} is independently H, alkyl, aryl or heteroaryl;

when A is C=O or SO_2, B is NR^{19}, where R^{19} is H alkyl or aryl and may be taken together with R^{12} to form a ring;

R^{13} and R^{14} are independently H, alkyl, aryl or heteroaryl; and

R^{15} and R^{16} are independently H, alkyl, aryl, heteroaryl, halogen, hydroxy, alkoxy or NR_2^{21}, where R^{21} is H, alkyl, aryl or heteroaryl, and the pharmaceutically acceptable salts thereof.

7. A method of treating conditions associated with CCR-9 imbalance by antagonizing the CCR-9 receptor which comprises administering to a patient in need thereof a compound of

claim 6.

8. A pharmaceutical composition comprising a compound of claim 6 and a pharmaceutically acceptable carrier or excipient.